

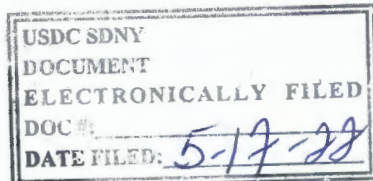
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May 16, 2022

VIA ECF

Honorable Lewis A. Kaplan
United States District Court
Southern District of New York
500 Pearl Street
New York, NY 10007-1312

RE: *Surrey Propco LLC v. Denihan Ownership Company LLC*, Case No. 21-cv-8616 (LAK)

Dear Judge Kaplan:

We represent Plaintiff Surrey Propco LLC ("Propco") in the above-referenced action and we write pursuant to the ECF Filing Practices: Filings Under Seal In Civil and Miscellaneous Cases in Your Honor's Individual Rules of Practice to request to file under seal Exhibit 7 to the Declaration of Samuel Kadosh filed in connection with Propco's Memorandum of Law in Opposition to Defendant Denihan Ownership Company LLC's ("Denihan" or "Defendant") Rule 12(c) Motion for Judgment on the Pleadings and Partial Rule 12(b)(1) Motion to Dismiss for Lack of Jurisdiction (the "Motion").

For the reasons previously explained in Propco's letter filed on April 28, 2022, there is good cause to file Exhibit 7 under seal as it is the fully executed Sale-Purchase Agreement dated December 3, 2020 by and between Surrey Realty Associates LLC and Surrey Propco LLC, which contains pricing and financial information, as well as other sensitive terms of agreement that would commercially disadvantage Propco and/or its business partner if disclosed to the public. *See* ECF No. 35. Indeed, the Court has already previously granted Denihan's letter motion to file this same document under seal. *See* ECF No. 33.

We thank the Court for its attention to this matter.

Respectfully Submitted,

A handwritten signature in black ink, appearing to read 'Peter D. Raymond'.

Peter D. Raymond

Granted
SO ORDERED

LEWIS A. KAPLAN / SDNY